

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

FTX TRADING LTD., *et al.*¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Ref. No. 1140

**DECLARATION OF KEVIN BOON IN SUPPORT OF MOTION OF DEBTORS FOR
ENTRY OF AN ORDER (I) AUTHORIZING AND APPROVING SALE OF DEBTORS'
INTERESTS IN MYSTEN LABS, INC. AND SUI TOKEN WARRANTS FREE AND
CLEAR OF ALL LIENS, CLAIMS, INTERESTS AND ENCUMBRANCES;
(II) AUTHORIZING AND APPROVING DEBTORS' ENTRY INTO, AND
PERFORMANCE UNDER, THE PURCHASE AND SALE AGREEMENT; (III)
AUTHORIZING AND APPROVING ASSUMPTION AND ASSIGNMENT OF THE SUI
TOKEN WARRANTS AND
(IV) GRANTING RELATED RELIEF**

I, Kevin Boon, hereby declare as follows:

1. I am the General Counsel of Mysten Labs, Inc., a Delaware corporation (“Purchaser-Subject Company”).
 2. I have been employed at Purchaser-Subject Company since June 2022.
 3. I submit this declaration (this “Declaration”) in support of the *Motion of Debtors For Entry of an Order (i) Authorizing and Approving Sale of Debtors' Interests in Mysten Labs, Inc. and SUI Token Warrants Free and Clear of all Liens, Claims, Interests and Encumbrances; (ii) Authorizing and Approving Debtors' Entry Into, and Performance Under, the Purchase and Sale Agreement; (iii) Authorizing and Approving Assumption and Assignment*
- of the Purchase and Sale Agreement; (iv) Granting Related Relief*

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

of the SUI Token Warrants; and (iv) Granting Related Relief [D.I. 1140] (the “Motion”).²

Except as otherwise indicated, all facts set forth in this Declaration are based upon (i) my personal knowledge, information and belief, or my opinion based upon experience, knowledge and information concerning Purchaser-Subject Company, and the negotiations relating to the Sale Transaction and the Agreement, and/or (ii) information supplied by employees of Purchaser-Subject Company working with me and/or under my direct supervision in connection with the negotiations relating to the Sale Transaction and the Agreement.

4. I am over the age of 18 and authorized to submit this Declaration on behalf of Purchaser-Subject Company. I am not being compensated for this testimony other than through regular compensation in connection my employment with Purchaser-Subject Company; I received no payments specifically payable on account of this testimony. If I were called upon to testify, I could and would testify competently to the facts set forth in this Declaration.

5. Purchaser-Subject Company negotiated the Sale Transaction with the Seller and Seller’s financial advisors in good faith and from arms’ length bargaining positions. The Agreement and Sale Transaction were negotiated, proposed and entered into by the Purchaser-Subject Company without collusion or fraud.

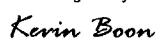
6. Purchaser-Subject Company understood that the Debtors were free to negotiate with any other party interested in acquiring the Interests during the time Purchaser-Subject Company and Seller were negotiating the Sale Transaction and Agreement. Purchaser-Subject Company has not engaged in any conduct that could, to my knowledge and understanding, result in the avoidance of the Sale Transaction or assessment of damages under

² Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Motion.

section 363(n) of the Bankruptcy Code. Purchaser-Subject Company has not acted in a collusive manner with any person, and the purchase price for the Interests was not controlled by any agreement among Purchaser and any other bidders or potential bidders.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: April 5, 2023.

DocuSigned by:

Kevin Boon
General Counsel
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